

KELLER BENVENUTTI KIM LLP
425 MARKET STREET, 26TH FLOOR
SAN FRANCISCO, CALIFORNIA 94105

KELLER BENVENUTTI KIM LLP

JANE KIM (Cal. Bar No. 298192)

(jkim@kbbkllp.com)

JEREMY V. RICHARDS (Cal. Bar No. 102300)

(jrichards@kbbkllp.com)

425 Market Street, 26th Floor

San Francisco, California 94105

Telephone: (415) 496-6723

Attorneys for Defendants Touchstone Pistachio Company, LLC,
ACAP Farms, LLC, ACDF, LLC, Adams Grantor Land, LLC,
Assemi and Sons, Inc., Bear Flag Farms, LLC, C&A Farms, LLC,
Cantua Orchards, LLC, Cooper Avenue Investments, LLC, Favier
Ranch, LLC, FFGT Farms, LLC, Gradon Farms, LLC, Grantland
Farms, LLC, Granville Farms, LLC, Lincoln Grantor Farms, LLC,
Manning Avenue Pistachios, LLC, Maricopa Orchards, LLC,
Panoche Pistachios, LLC, Sageberry Farms, LLC, Whitesbridge
Farms, LLC, Willow Avenue Investments, LLC, and Winston
Farms, LLC

UNITED STATES DISTRICT COURT

EASTERN DISTRICT OF CALIFORNIA

METROPOLITAN LIFE INSURANCE
COMPANY,

Plaintiff,

v.

ACDF, LLC, et al.,

Defendants.

Lead Case No. 1:24-cv-01261-KES-SAB

Consolidated with Case Nos: 1:24-cv-01226;
1:24-cv-01230; 1:24-cv 01231; 1:24-cv-01232;
1:24-cv-01233; 1:24 cv-01235; and 1:24-cv-
01241

**APPLICATION TO SHORTEN TIME ON
DEFENDANTS' MOTION TO
IMPLEMENT PROCEDURES
COORDINATING RECEIVERSHIP SALES
PROCESSES**

Proposed Hearing:

Judge: Hon. Kirk E. Sherriff

Date: March 17, 2025

Time: 1:30 p.m.

Crtrm: Robert E. Coyle U.S. Courthouse
2500 Tulare Street
Courtroom 6, 7th Floor
Fresno, CA 93721

Affects All Cases.

Defendants Touchstone Pistachio Company, LLC (“Touchstone”), ACAP Farms, LLC, ACDF, LLC, Adams Grantor Land, LLC, Assemi and Sons, Inc., Bear Flag Farms, LLC, C&A Farms, LLC, Cantua Orchards, LLC, Cooper Avenue Investments, LLC, Favier Ranch, LLC, FFGT Farms, LLC, Gradon Farms, LLC, Grantland Farms, LLC, Granville Farms, LLC, Lincoln Grantor Farms, LLC, Manning Avenue Pistachios, LLC, Maricopa Orchards, LLC, Panoche Pistachios, LLC, Sageberry Farms, LLC, Whitesbridge Farms, LLC, Willow Avenue Investments, LLC, and Winston Farms, LLC (collectively with Touchstone, the “Maricopa Defendants”) that are defendants in (i) *Metropolitan Life Insurance Company v. ACDF, LLC, et al.*, case number 1:24-CV-01261, as consolidated with case numbers 1:24-cv-01226; 1:24-cv-01230; 1:24-cv-01230; 1:24-cv-01231; 1:24-cv-01232; 1:24-cv-01233; 1:24-cv-01235; and 1:24-cv-01241 (the “Metropolitan Cases”), (ii) *The Prudential Insurance Company of America, et al. v. ACDF, LLC, et al.*, case number 1:24-cv-01102 (the “Prudential Case”), (iii) *U.S. Bank National Association v. Touchstone Pistachio Company, LLC, et al.*, case number 1:24-cv-01105, and/or (iv) *Federal Agricultural Mortgage Corporation v. Assemi Brothers, LLC, et al.*, case number 1:24-cv-01455 (the “FMAC Case” and together with the Metropolitan Cases, the Prudential Case, and the U.S. Bank Case, collectively, the “Receivership Cases”), each of which is before this Court, by and through their undersigned counsel, bring this ex parte *Application to Shorten Time on Defendants’ Motion to Implement Procedures Coordinating Receivership Sales Processes* (the “Application”) for an order, in substantially the form of Exhibit A attached hereto (the “Proposed Order”), scheduling a hearing on shortened time on the Maricopa Defendants’ *Motion to Implement Procedures Coordinating Receivership Sale Processes* filed concurrently herewith (the “Motion to Coordinate”).¹

The Maricopa Defendants ask the Court to set the following schedule:

¹ Capitalized terms used but not defined in this Application have the meanings ascribed to them in the Motion to Coordinate.

- (i) Oppositions to the Motion to Coordinate, if any, must be filed and served by March 13, 2025;
- (ii) The Maricopa Defendants' reply to any opposition may be filed or raised at or before the scheduled hearing; and
- (iii) The hearing on the Motion to Coordinate and the Proposed Order will occur on March 17, 2025, at 1:30 p.m. (Pacific Time).

This Application is filed pursuant to Local Rule 144(e) and Section I.C of this Court's Standing Order in Civil Cases. In support of this Application, the Maricopa Defendants rely on the Motion to Coordinate, the declaration of Jane Kim attached hereto as Exhibit B (the "Kim Declaration"), and the following facts:

1. On February 19, 2025, Phillip Christensen, as receiver in the Metropolitan Cases (the "Metropolitan Receiver"), filed his *Receiver's Motion for Approval of Sale Procedures* (the "Metropolitan Receiver's Motion") with respect to that certain real property of the receivership. Metropolitan Cases, Dkt. No. 101.

2. On February 25, 2025, Lance Miller, as receiver (the "Prudential Receiver"), filed his *Motion for Entry of Order Authorizing Engagement and Compensation of Capstone Capital Markets LLC as Investment Banker* (the "Prudential Receiver's Motion") in the Prudential Case, seeking to employ Capstone Capital Markets LLC to assist with marketing and the sale of certain real property of the receivership. Prudential Case, Dkt. No. 157.

3. On February 28, 2025, David Stapleton, as receiver (the "U.S. Bank Receiver"), and together with the Metropolitan Receiver and the Prudential Receiver, collectively, the "Receivers"), filed his *Motion for Orders Approving Certain Bidding Procedures and Bid Protections and Confirmation of Certain Real and Personal Property* (the "U.S. Bank Receiver's Motion" and, together with the Metropolitan Receiver's Motion and the Prudential Receiver's Motion, collectively, the "Sale Motions") in the U.S. Bank Case with respect to that certain real property of the receivership. U.S. Bank Case, Dkt. No. 131.

1 4. Each of the Sale Motions are now set for hearing in front of this Court on March 17,
2 2025. *See* Metropolitan Cases, Dkt. No. 112; Prudential Case, Minute Order, Dkt. No. 168; U.S
3 Bank Case, Minute Order, Dkt. No. 138.

4 5. By way of the Motion to Coordinate, the Maricopa Defendants ask this Court to
5 implement certain procedures pursuant to which the Receivers and other relevant parties will
6 coordinate on the sale of real property (the “Proposed Sale Coordination Procedures”).

7 6. The Maricopa Defendants previewed their position on the Sale Motions in
8 responsive pleadings filed with the Court on February 26 and March 5, 2025, respectively, where
9 they also stated that they may file a motion seeking the relief that is requested in the Motion to
10 Coordinate. *See* Dkt. No. 106; U.S. Bank Case, Response to U.S. Bank Receiver’s Motion, Dkt.
11 No. 137.

12 7. Pursuant to Local Rule 230(b), a hearing on a motion is to be heard on not less than
13 thirty-five (35) days after service and filing of the motion, which means that the earliest hearing
14 date on the Motion to Coordinate would be in mid-April. *See* L.R. 230(b).

15 8. The relief requested in the Motion to Coordinate is directly related to the Sale
16 Motions, and the sale processes requested in those motions, which are set to be heard by this Court
17 on March 17, 2025.

18 9. Should the Court reject this Application, and grant the relief requested in the Sale
19 Motions, the Motion to Coordinate would be rendered moot or nearly moot, because the sale
20 processes requested in the Sale Motions would proceed without the benefit of the coordination and
21 other safeguards provided for in the Proposed Sale Coordination Procedures.

22 10. As set forth in the Kim Declaration, the Maricopa Defendants’ counsel made the
23 following conferences of counsel, by email: (i) with Thomas Woods and Rebecca Lerma, counsel
24 for plaintiffs Metropolitan Life Insurance Company, MetLife Real Estate Lending LLC, and
25 Brighthouse Life Insurance Company (collectively, the “Metropolitan Plaintiffs”), (ii) with Zev
26 Shechtman, counsel for the Metropolitan Receiver, (iii) with Jason DeJonker, counsel for plaintiffs

1 The Prudential Insurance Company of America (“Prudential”), PGIM Real Estate Finance, LLC
 2 (“PGIM” and together with Prudential, the “Prudential Plaintiffs”), (iv) with John Mitchell and
 3 Michaela Crocker, counsel for the Prudential Receiver, (v) with Joseph VanLeuven, counsel for
 4 plaintiff U.S. Bank National Association (the “U.S. Bank Plaintiff”), and (vi) with Joseph Dunn,
 5 counsel for the U.S. Bank Receiver. Although the Maricopa Defendants remain open to meeting
 6 and conferring with the other parties, the Maricopa Defendants’ undersigned counsel hereby
 7 certifies that, as of the date of this filing, counsel for the Metropolitan Receiver has stated that he
 8 does not support the Application or the Motion to Coordinate but no other parties have taken a
 9 position on the relief sought in this Application.

10 11. The Maricopa Defendants shared the Proposed Sale Coordination Procedures with
 11 counsel for the other parties referenced in paragraph 10 above, and will continue to discuss the
 12 procedures with the parties this week in advance of the hearing, in the hopes of stipulating to
 13 procedures. The Maricopa Defendants will advise the Court at the hearing about the progress, if
 14 any, of those discussions.

15 Based on the foregoing, the Maricopa Defendants respectfully request that the Court grant
 16 this Application and enter an order in substantially the form of the Proposed Order.

17
 18 DATED: March 10, 2025

Respectfully submitted,

KELLER BENVENUTTI KIM LLP

20 By: /s/ Jane Kim
 21 Jane Kim
 22 Attorneys for the Maricopa Defendants
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SAN FRANCISCO, CALIFORNIA 94105

EXHIBIT A

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UNITED STATES DISTRICT COURT
EASTERN DISTRICT OF CALIFORNIA

METROPOLITAN LIFE INSURANCE
COMPANY,

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Defendants.

Affects All Cases.

Lead Case No. 1:24-cv-01261-KES-SAB

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1:24-cv-01233; 1:24 cv-01235; and 1:24-cv-
01241

**[PROPOSED] ORDER SCHEDULING
HEARING ON SHORTENED TIME**

Upon due consideration of the Maricopa Defendant's² *Application to Shorten Time on Defendants' Motion to Implement Procedures Coordinating Receivership Sales Processes* (the "Application"), and the declarations of Jason Hollrah and Jane Kim, the Court hereby finds that good cause exists to enter an order setting a shortened briefing and hearing schedule for the *Motion to Implement Procedures Coordinating Receivership Sale Processes* (the "Motion"). Having found the foregoing,

IT IS HEREBY ORDERED:

² As defined in the Application.

- 1 1. That any oppositions to the Motion, if any, must be filed and served by March 13, 2025.
- 2 2. That the Maricopa Defendants' reply to any opposition may be filed or raised at or
- 3 before the scheduled hearing; and
- 4 3. The hearing on the Motion to Coordinate will occur on March 17, 2025, at 1:30 p.m.
- 5 (Pacific Time).
- 6

7 **IT IS SO ORDERED.**

8
9 Dated: _____

UNITED STATES DISTRICT JUDGE

KELLER BENVENUTTI KIM LLP
425 MARKET STREET, 26TH FLOOR
SAN FRANCISCO, CALIFORNIA 94105

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EXHIBIT B

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DECLARATION OF JANE KIM

I, Jane Kim, declare as follows:

1. I am an attorney duly licensed to practice before all of the courts in the State of California and admitted in this Court. I am a partner with Keller Benvenuti Kim LLP, counsel of record for defendants Touchstone Pistachio Company, LLC, ACAP Farms, LLC, ACDF, LLC, Adams Grantor Land, LLC, Assemi and Sons, Inc., Bear Flag Farms, LLC, C&A Farms, LLC, Cantua Orchards, LLC, Cooper Avenue Investments, LLC, Favier Ranch, LLC, FFGT Farms, LLC, Gradon Farms, LLC, Grantland Farms, LLC, Granville Farms, LLC, Lincoln Grantor Farms, LLC, Manning Avenue Pistachios, LLC, Maricopa Orchards, LLC, Panoche Pistachios, LLC, Sageberry Farms, LLC, Whitesbridge Farms, LLC, Willow Avenue Investments, LLC, and Winston Farms, LLC (collectively with Touchstone, the “Maricopa Defendants”), that are defendants in (i) *Metropolitan Life Insurance Company v. ACDF, LLC, et al.*, case number 1:24-CV-01261, as consolidated with case numbers 1:24-cv-01226; 1:24-cv-01230; 1:24-cv-01230; 1:24-cv-01231; 1:24-cv-01232; 1:24-cv-01233; 1:24-cv-01235; and 1:24-cv-01241 (the “Metropolitan Cases”), (ii) *The Prudential Insurance Company of America, et al. v. ACDF, LLC, et al.*, case number 1:24-cv-01102 (the “Prudential Case”), *U.S. Bank National Association v. Touchstone Pistachio Company, LLC, et al.*, case number 1:24-cv-01105, and/or (iv) *Federal Agricultural Mortgage Corporation v. Assemi Brothers, LLC, et al.*, case number 1:24-cv-01455 (the “FMAC Case” and together with the Metropolitan Cases, the Prudential Case, and the U.S. Bank Case, collectively, the “Receivership Cases”), each of which is before this Court.

2. I submit this Declaration in support of the *Motion to Implement Procedures Coordinating Receivership Sales Processes* (the “Motion”) and the *Application to Shorten Time on Defendants’ Motion to Implement Procedures Coordinating Receivership Sales Processes* (the “Application”).³

³ Capitalized terms used but not defined herein have the meanings ascribed to them in the Motion.

1 3. The facts stated herein are true and correct to the best of my knowledge, information
2 and belief.

3 4. The Motion for which the Maricopa Defendants request a hearing on shortened time
4 seeks approval of certain Proposed Sale Coordination Procedures that ensure the coordination of
5 the receivership sale processes.

6 5. The relief requested in the Motion is directly related to the Sale Motions, and the
7 sale processes requested in those motions, which are set to be heard by this Court on March 17,
8 2025.

9 6. Should the Court reject the Application, and grant the relief requested in the Sale
10 Motions, the Motion would be rendered moot or nearly moot, because the sale processes requested
11 in the Sale Motions would proceed without the benefit of the coordination and other safeguards
12 provided for in the Proposed Sale Coordination Procedures.

13 7. I have met and conferred with the parties in this case as follows: I sent an email
14 summarizing the relief sought in the Motion and providing notice that the Maricopa Defendants
15 would seek to have the Motion heard on shortened time, to (i) Thomas Woods and Rebecca Lerma,
16 counsel for plaintiffs Metropolitan Life Insurance Company, MetLife Real Estate Lending LLC,
17 and Brighthouse Life Insurance Company, (ii) Zev Shechtman, counsel for Phillip Christensen, the
18 receiver in the Metropolitan Cases, (iii) Jason DeJonker, counsel for plaintiffs The Prudential
19 Insurance Company of America, PGIM Real Estate Finance, LLC, and (iv) John Mitchell and
20 Michaela Crocker, counsel for Lance Miller, the receiver in the Prudential Case, on March 8, 2025,
21 and to (v) Joseph VanLeuven, counsel for plaintiff U.S. Bank National Association , and (vi)
22 Joseph Dunn, counsel for David Stapleton, the receiver in the U.S. Bank Case, on March 9, 2025. I
23 advised all parties that I would request that the hearing be held on March 17, 2025.

24 8. I asked that the parties provide any objections to the request to shorten notice, noting
25 that I intend to file the Motion and the Application on Monday, March 10, or Tuesday, March 11,
26 2025.

9. As of the date of this filing, counsel for the Metropolitan Receiver has stated that he does not support the Application or the Motion but no other parties have taken a position on the relief sought in the Application.

I declare under penalty of perjury that the foregoing is true and correct.

I declare under the penalty of perjury that the foregoing is true and correct.

Executed by: /s/ Jane Kim
Jane Kim

Date: March 10, 2025

KELLER BENVENUTTI KIM LLP
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CERTIFICATE OF SERVICE

I hereby certify that on March 10, 2025, I caused the foregoing to be electronically filed with the Clerk of the Court using the CM/ECF system, which will send notification of such filing to the email addresses denoted on the Notice of Electronic Filing, including the following:

- **Mark Anishchenko**
markanishchenko@dwt.com, rosalindcook@dwt.com;
- **Robert Cullen Barton**
rbarton@mwe.com, acorona@mwe.com, mnadel@mwe.com;
- **Michael Barrett Brown**
michael.brown@stoel.com, docketclerk@stoel.com, rebecca.lerma@stoel.com, jill.keehnen@stoel.com, ha.nguyen@stoel.com;
- **Dumar LLC**
reisslaw@reisslaw.net;
- **John D. Freed**
jakefreed@dwt.com, kimberlysimmonsgr Greene@dwt.com;
- **Jane Kim**
jkim@kbbkllp.com
- **Michael S. Nadel , PHV**
mnadel@mwe.com;
- **Saul Reiss**
reisslaw@reisslaw.net, fay.pugh@outlook.com;
- **Zev M. Shechtman**
Zev.Shechtman@saul.com, Zev.Shechtman@ecf.courtdrive.com, Shelly.Guise@saul.com, hannah.richmond@saul.com, LitigationDocketing@saul.com;
- **Brodie Austin Surfus**
bsurfus@wtjlaw.com, borozco@wtjlaw.com;
- **Marshall Craig Whitney**
mwhitney@wtjlaw.com, sgomez@wtjlaw.com, abroome@wtjlaw.com;
- **Thomas Andrew Woods**
thomas.woods@stoel.com, docketclerk@stoel.com, dalila.tobin@stoel.com, 1261239420@filings.docketbird.com, rebecca.lerma@stoel.com;

By: /s/ Jane Kim
Jane Kim

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425 MARKET STREET, 26TH FLOOR
SAN FRANCISCO, CALIFORNIA 94105